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SEC 1972 Potential persons who are to respond to the collection of information contained in this form are not (6-02) required to respond unless the form displays a currently valid OMB control number.

# ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

ROCESSED  FEB 1 0 2003  THOMSON FINANCIAL NOTICE PURSU	UNITED STATES AND EXCHANGE ashington, D.C. 205 FORM D OF SALE OF SEC ANT TO REGULA CTION 4(6), AND/MITED OFFERING	FEB URITHES TION D,	0 7 2003	OMB APPROVAL OMB Number: 323. Expires: May 31, 20 Estimated average behours per response  SEC USE ONLY Prefix Se	ourden 1
Name of Offering ([ ] check i	f this is an amendment	and name has	s changed, and	indicate change.)	
Filing Under (Check box(es apply): Type of Filing: [X] New Filing	[ ] <u>Rule 504</u>	[] <u>Rule 505</u>	[X] Rule 506	[] Section 4(6)	[] ULOE
	A. BASIC IDEN	TIFICATION [	DATA	e audicade arterio (CONCENSA autorio e recursitore Constituto e concentra, control de	
1. Enter the information requ	ested about the issuer				
Name of Issuer ([]] check if the National Directory Assistance Address of Executive Office:	, LLC				dina
Area Code)	•			·	
12700 Shelbyville Road, The Address of Principal Busines (Including Area Code) (if different from Executive C	s Operations (Number			20-9899 code) Telephone Nu	umber
Brief Description of Business Wholesale and retail director		and wireless te	lephone compa	nies and their custo	mers.
Type of Business Organizati	on		esen (Olivera en del Prima de del Historie de	nottill attacke ottolli 1977 – 4 millionia articulusi (1970)	
[] corporation	[] limited partners	hip, already fo		other (please spec	
[] business trust	[] limited partners	hip, to be form	ed Lif	mited liability com	pany

Month Year

Actual or Estimated Date of Incorporation or Organization:

[0]3][0]1]

[X] Actual [ ] Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [D] [E]

## **GENERAL INSTRUCTIONS**

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address. Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

# A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[]	Promoter [X]	Beneficial Owner	[X]	Executive Officer [X]	Director []	General and/or Managing Partner
Full Name (Last name	e first,	if individual)					
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Check Box(es) that Apply:	[]	Promoter [X]	Beneficial Owner	[]	Executive Officer [X]	Director []	General and/or Managing Partner

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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS  1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.												
Type of Security Debt Squity Squity Squity State of Security Sold Squity								Iready old				
•	mmon []											
Convertible Securities (including warrants)  Partnership Interests  Other (Specify).  Total								\$ \$ \$_ \$300,50	\$ \$ \$ 00 \$	300,500		
Answe	er also in	Append	ix, Colun	nn 3, if fi	iling unde	er ULOE						

purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
Accredited Investors	Number Investors 4 0	Aggregate Dollar Amount of Purchases \$300,500 \$
Answer also in Appendix, Column 4, if filing under ULOE.		
3. If this filing is for an offering under <u>Rule 504</u> or <u>505</u> , enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.		
Type of offering Rule 505 Regulation A Rule 504 Total	Type of Security	Dollar Amount Sold \$\$ \$\$
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Printing and Engraving Costs  Legal Fees	ĬĬ	\$ \$ \$1,500
Accounting Fees Engineering Fees	[]	\$ \$
Sales Commissions (specify finders' fees separately)		\$
	[]	\$ \$1,500
b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$299,000

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or

proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

Salaries and fees		to Officers, Directors, & Affiliates	Payments To Others [] \$
Purchase of real estate		[] \$	[]
Purchase, rental or leasing and installation of machin and equipment		[]	[]
Construction or leasing of plant buildings and facilities	S	[]	[]
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issue pursuant to a merger)	n er	[]	[]
Repayment of indebtedness		[] \$	[] \$
Working capital		[]	[] \$
Other (specify):		[] \$ [] \$	[] \$ [] \$
Column Totals	<del></del>	[]	[]
Total Payments Listed (column totals added)		[]\$	<u> </u>
D. FEDERAL	SIGNATURE		<del>, " " " " " " " " " " " " " " " " " " "</del>
The issuer has duly caused this notice to be signed be notice is filed under Rule 505, the following signature to the U.S. Securities and Exchange Commission, up furnished by the issuer to any non-accredited investor	constitutes an undertaking by the on written request of its staff, the i	issuer to fuinformation	ırnish
Issuer (Print or Type) National Directory Assistance, LLC	Signature Date	29/03	
Name of Signer (Print or Type) Thomas F. Speed Jr.	Title of Signer (Print or Type) CEO		

**Payments** 

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

			E. S	TATE SIGNA	ATURE				
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1	Intend to to non-action restors (Part B-Ite	credited in State	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of inv amount pu (Part C-Ite		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted (Part E-Item 1)			
State	Yes	No		Number of Accredited Investors		Number of Non- Accredited Investors	Amount	Yes	No
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